

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

RTI HOLDING COMPANY, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-12456 (JTD)

(Jointly Administered)

**SECOND SUPPLEMENTAL DECLARATION OF SAMUEL STAR IN SUPPORT OF
THE APPLICATION AUTHORIZING THE EMPLOYMENT AND RETENTION OF FTI
CONSULTING, INC. AS FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS NUNC PRO TUNC TO OCTOBER 27, 2020**

Pursuant to 28 USC Section 1746, Samuel Star declares as follows :

1. I am a Senior Managing Director with FTI Consulting, Inc., together with its wholly owned subsidiaries (“FTI”), an international consulting firm. I submit this declaration (the “Second Supplemental Declaration”) to supplement my prior declarations that were submitted in connection with FTI’s retention in these Chapter 11 cases. Unless otherwise noted, I have personal knowledge of the facts set forth herein.²

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s U.S. tax identification number are as follows: RTI Holding Company, LLC (4966); Ruby Tuesday, Inc. (5239); Ruby Tuesday, LLC (1391); RTBD, LLC (6505); RT of Carroll County, LLC (8836); RT Denver Franchise, L.P. (2621); RT Detroit Franchise, LLC (8738); RT Distributing, LLC (6096); RT Finance, LLC (7242); RT FL Gift Cards, Inc. (2189); RT Florida Equity, LLC (7159); RT Franchise Acquisition, LLC (1438); RT of Fruitland, Inc. (1103); RT Indianapolis Franchise, LLC (6016); RT Jonesboro Club (2726); RT KCMO Franchise, LLC (7020); RT Kentucky Restaurant Holdings, LLC (7435); RT Las Vegas Franchise, LLC (4969); RT Long Island Franchise, LLC (4072); RT of Maryland, LLC (7395); RT Michiana Franchise, LLC (8739); RT Michigan Franchise, LLC (8760); RT Minneapolis Franchise, LLC (2746); RT Minneapolis Holdings, LLC (7189); RT New England Franchise, LLC (4970); RT New Hampshire Restaurant Holdings, LLC (7438); RT New York Franchise, LLC (1154); RT Omaha Franchise, LLC (7442); RT Omaha Holdings, LLC (8647); RT One Percent Holdings, LLC (6689); RT One Percent Holdings II, LLC (2817); RT Orlando Franchise, LP (5105); RT Restaurant Services, LLC (7283); RT South Florida Franchise, LP (3535); RT Southwest Franchise, LLC (9715); RT St. Louis Franchise, LLC (6010); RT Tampa Franchise, LP (5290); RT Western Missouri Franchise, LLC (6082); RT West Palm Beach Franchise, LP (0359); RTTA, LP (0035); RTT Texas, Inc. (2461); RTTT, LLC (9194); Ruby Tuesday of Allegany County, Inc. (8011); Ruby Tuesday of Bryant, Inc. (6703); Ruby Tuesday of Columbia, Inc. (4091); Ruby Tuesday of Frederick, Inc. (4249); Ruby Tuesday of Linthicum, Inc. (8716); Ruby Tuesday of Marley Station, Inc. (1641); Ruby Tuesday of Pocomoke City, Inc. (0472); Ruby Tuesday of Russellville, Inc. (1601); and Ruby Tuesday of Salisbury, Inc. (5432). The Debtors’ mailing address is 333 East Broadway Ave., Maryville, TN 37804.

² Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at FTI and

2. On October 7, 2020, the Debtors commenced these cases by filing voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code.

3. On November 16, 2020, the Committee filed an application to retain FTI as its Financial Advisor (the “Application”). In support of the Application, FTI filed a declaration (the “Original Declaration”) executed by the undersigned on behalf of FTI in accordance with the applicable sections of the Bankruptcy Code. On December 3, 2020, FTI filed a supplemental declaration executed by the undersigned on behalf of FTI in accordance with the applicable sections of the Bankruptcy Code [Docket No. 651] (the “First Supplemental Declaration”). On December 7, 2020, an order was submitted authorizing the retention of FTI as financial advisor to the Committee (the “Retention Order”).

4. In connection with the preparation of the Original Declaration, FTI conducted a review of its contacts with the Debtors, their affiliates and certain entities holding large claims against or interests in the Debtors that were made reasonably known to FTI. As noted in the Original Declaration, it is FTI’s policy and intent to update its ongoing relationship search during these proceedings. To this end, FTI has conducted an updated review of its contacts with certain entities holding large claims against or interest in the Debtors that were made reasonably known to FTI since the review of parties disclosed in the Original Declaration. FTI’s review, completed under my supervision, consisted of a query of the parties listed in Exhibit A within an internal computer database containing names of individuals and entities that are present or recent former clients of FTI. Exhibit B to this Second Supplemental Declaration sets forth those names and

are based on information provided by them.

entities included in Exhibit A that FTI has identified as either present or recent former clients as a result of this process.

5. As such, to the best of my knowledge, FTI does not hold or represent any interest adverse to the estate, and therefore believes it is eligible to represent the Committee under Section 1103(b) of the Bankruptcy Code.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 1st day of February, 2021

/s/ Samuel Star
Samuel Star